

Hearing Date: March 18, 2010

Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:		
In re	:	Chapter 11	
	:		
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)	
	:		
	:	(Jointly Administered)	
Reorganized Debtors.	:		
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REORGANIZED DEBTORS' OMNIBUS REPLY IN SUPPORT OF FORTY-FIFTH OMNIBUS
OBJECTION PURSUANT TO 11 U.S.C. § 503(b) AND FED. R. BANKR. P. 3007 TO (I)
EXPUNGE CERTAIN ADMINISTRATIVE EXPENSE (A) SEVERANCE CLAIMS, (B) BOOKS
AND RECORDS CLAIMS, (C) DUPLICATE CLAIMS, (D) PENSION AND BENEFIT CLAIMS,
AND (E) TRANSFERRED WORKERS' COMPENSATION CLAIMS, (II) MODIFY AND
ALLOW CERTAIN ADMINISTRATIVE EXPENSE SEVERANCE CLAIMS, AND (III) ALLOW
CERTAIN ADMINISTRATIVE EXPENSE SEVERANCE CLAIMS

("REORGANIZED DEBTORS' OMNIBUS REPLY IN SUPPORT OF
FORTY-FIFTH OMNIBUS CLAIMS OBJECTION")

DPH Holdings Corp. ("DPH Holdings") and certain of its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors") hereby submit this Omnibus Reply in support of the Reorganized Debtors' Forty-Fifth Omnibus Objection to various administrative expense claims (the "Forty-Fifth Omnibus Claims Objection" or the "Objection"),¹ and respectfully represent as follows:

1. The Reorganized Debtors filed the Forty-Fifth Omnibus Claims Objection on February 12, 2010, seeking entry of an order pursuant to section 503(b) of the Bankruptcy Code and Bankruptcy Rule 3007 (a) disallowing and expunging certain Administrative Claims because (i) they were filed by claimants asserting liabilities for severance payments for which the Reorganized Debtors are not liable, (ii) they assert liabilities and dollar amounts that are not reflected on the Reorganized Debtors' books and records,² (iii) they are duplicative of other Administrative Claims, (iv) they assert liabilities owing in connection with the Debtors' employee benefit programs, pension plans, and other post-employment benefits programs for which the Reorganized Debtors are not liable, and (v) they were asserted by individual current or former employees of the Debtors for workers' compensation claims that were transferred to the GM Buyers (as defined in the Master Disposition Agreement) pursuant to the Master Disposition Agreement, (b) modifying and allowing certain Administrative Claims, and (c) allowing certain Administrative Claims.

2. The Reorganized Debtors sent to each claimant whose proof of administrative expense is subject to an objection pursuant to the Forty-Fifth Omnibus Claims Objection a personalized Notice Of Objection To Claim, which specifically identified such

¹ Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Forty-Fifth Omnibus Claims Objection.

² Pursuant to article 11.1 of the Modified Plan, the Reorganized Debtors now hold the Debtors' books and records.

claimant's proof of administrative expense that is subject to an objection and the basis for such objection. Responses to the Forty-Fifth Omnibus Claims Objection were due by 4:00 p.m. (prevailing Eastern time) on March 11, 2010.

3. As of March 15, 2010 at 6:00 p.m. (prevailing Eastern time), the Debtors had received six responses (the "Responses") to the Forty-Fifth Omnibus Claims Objection. In the aggregate, the six Responses cover seven Administrative Claims. Attached hereto as Exhibit A is a chart summarizing the Response and listing the seven Administrative Claims for which the Responses were filed. Pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections to Claims (Docket No. 6089) entered on December 6, 2006 (the "Claims Objection Procedures Order") and the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims entered on October 22, 2009 (Docket No. 18998) (the "Administrative Claims Objection Procedures Order"), the hearing with respect to each Administrative Claim covered by a Response will be adjourned to a sufficiency hearing or claims objection hearing, as appropriate, to determine the disposition of each such Administrative Claim.

4. In addition, the Reorganized Debtors are withdrawing the Forty-Fifth Omnibus Claims Objection with respect to proofs of claim numbers 18925, 18926, 18929, 18930, and 18933 filed on behalf of certain of the Debtors' retirement plans by Fiduciary Counselors, Inc.

5. Attached hereto as Exhibit B is a revised proposed order (the "Revised Proposed Order")³ in respect of the Forty-Fifth Omnibus Claims Objection which reflects the adjournment of the hearing regarding each Administrative Claim for which a Response was filed. Such adjournment is without prejudice to the Reorganized Debtors' right to assert that a Response was untimely or otherwise deficient under the Claims Objection Procedures Order or the Administrative Claims Objection Procedures Order.

6. In addition to the Responses, the Reorganized Debtors also received informal letters, e-mails, and telephone calls from various parties questioning the relief requested in the Forty-Fifth Omnibus Claims Objection and seeking to reserve certain of their rights with respect thereto (the "Informal Responses"). The Reorganized Debtors believe that all the concerns expressed by the Informal Responses have been adequately resolved.

7. Except for those Administrative Claims with respect to which the hearing has been adjourned to a future date, the Reorganized Debtors believe that the Revised Proposed Order adequately addresses the issues raised by the respondent. Thus, the Reorganized Debtors request that this Court grant the relief requested by the Reorganized Debtors and enter the Revised Proposed Order.

³ Attached hereto as Exhibit C is a copy of the Revised Proposed Order marked to show revisions to the form of proposed order that was submitted with the Forty-Fifth Omnibus Claims Objection.

WHEREFORE the Reorganized Debtors respectfully request that this Court (a) enter the Revised Proposed Order, (b) adjourn the hearing with respect to each Administrative Claim for which a Response was filed pursuant to the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order, and (c) grant the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
March 17, 2010

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

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John K. Lyons
Ron E. Meisler
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- and -

By: Kayalyn A. Marafioti
Kayalyn A. Marafioti
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New York, New York 10036

Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

Exhibit A

In re DPH Holdings Corp., et al., Case No. 05-44481 (RDD)

***Responses To The Reorganized Debtors' Forty-Fifth Omnibus Claims Objection (the "Objection")
Organized By Respondent¹***

	RESPONSE	PROOF OF CLAIM NOS.	SUMMARY OF RESPONSE	BASIS FOR OBJECTION	TREATMENT ²
1.	Scott M. Leach (Docket No. 19577)	17165	Scott M. Leach disagrees with the Reorganized Debtors' Objection to allow proof of administrative expense claim no. 17165 and files his response out of an abundance of caution.	Allowed Severance Claims	Adjourn
2.	Sharyl Y. Carter (Docket No. 19599)	17094, 17773	Sharyl Y. Carter disagrees with the Reorganized Debtors' Objection to disallow and expunge proofs of administrative expense claim nos. 17094 and 17773.	Books and Records Claims	Adjourn
3.	Shanghai Inteva Automotive Door Systems Company, Ltd. (Docket No. 19627)	19994	Shanghai Inteva Automotive Door Systems Company, Ltd., f/k/a Shanghai Delphi Automotive Door Systems ("SDADS") disagrees with the Reorganized Debtors' Objection to disallow and expunge proof of administrative expense no. 19994. SDADS asserts that its timely filed claim serves as <u>prima facie</u> evidence of the validity and amount of the claim.	Books And Records Claims	Adjourn
4.	Randy D. Austin (Docket No. 19651)	17330	Randy D. Austin disagrees with the Reorganized Debtors' Objection to disallow and expunge proof of administrative expense claim no. 17330.	Severance Claims	Adjourn
5.	JPMorgan Chase Bank, N.A. (Docket	18616	JPMorgan Chase Bank, N.A. ("JPMorgan") disagrees with the Reorganized Debtors'	Books And Records Claims	Adjourn

¹ This chart reflects all Responses received by the Reorganized Debtors as of March 16, 2010 at 5:00 p.m. (prevailing Eastern time).

² This chart reflects all resolutions or proposals as of March 16, 2010 at 5:00 p.m. (prevailing Eastern time).

	RESPONSE	PROOF OF CLAIM NOS.	SUMMARY OF RESPONSE	BASIS FOR OBJECTION	TREATMENT ²
	No. 19671)		Objection to disallow and expunge proof of administrative expense no. 18616. JPMorgan asserts that its claim should be reduced rather than expunged.		
6.	James A. Luecke (Docket No. __)	18049	James A. Luecke disagrees with the Reorganized Debtors' Objection to disallow and expunge proof of administrative expense claim no. 18049 and asserts that his claim does not arise from pension and benefit obligations.	Pension And Benefit Claims	Adjourn

EXHIBIT B

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
: In re : Chapter 11
: :
: DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)
: :
: Reorganized Debtors. : (Jointly Administered)
: :
-----x

ORDER PURSUANT TO 11 U.S.C. § 503(b) AND FED. R. BANKR. P. 3007
EXPUNGING CERTAIN ADMINISTRATIVE EXPENSE (A) SEVERANCE
CLAIMS, (B) BOOKS AND RECORDS CLAIMS, (C) DUPLICATE CLAIMS,
(D) PENSION AND BENEFIT OPEB CLAIMS, AND (E) TRANSFERRED
WORKERS' COMPENSATION CLAIMS, (II) MODIFYING AND ALLOWING
CERTAIN ADMINISTRATIVE EXPENSE SEVERANCE CLAIMS, AND (III)
ALLOWING CERTAIN ADMINISTRATIVE EXPENSE SEVERANCE CLAIMS

("FORTY-FIFTH OMNIBUS CLAIMS OBJECTION ORDER")

Upon the Forty-Fifth Omnibus Objection Pursuant To 11 U.S.C. § 503(b)
And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance
Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Pension And Benefit Claims,
And (E) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain
Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense
Severance Claims (the "Forty-Fifth Omnibus Claims Objection" or the "Objection")¹ of DPH
Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases
(collectively, the "Reorganized Debtors"); and upon the record of the hearing held on the Forty-

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Forty-Fifth Omnibus Claims Objection.

Fifth Omnibus Claims Objection; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:²

A. Each holder of a claim for an administrative expense under section 503(b)(1) of the Bankruptcy Code (each, an "Administrative Claim") listed on Exhibits A, B, C, D, E, F, and G hereto was properly and timely served with a copy of the Forty-Fifth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, the proposed order granting the Forty-Fifth Omnibus Claims Objection, and notice of the deadline for responding to the Forty-Fifth Omnibus Claims Objection. No other or further notice of the Forty-Fifth Omnibus Claims Objection is necessary.

B. This Court has jurisdiction over the Forty-Fifth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Forty-Fifth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Forty-Fifth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The Administrative Claims listed on Exhibit A are Administrative Claims filed by claimants asserting liabilities for severance benefits arising from agreements with the Debtors for which the Reorganized Debtors are not liable because those severance benefits have been paid (the "Severance Claims").

D. The Administrative Claims listed on Exhibit B assert liabilities and dollar amounts that are not owing pursuant the Reorganized Debtors' books and records (the "Books And Records Claims").

² Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

E. The Administrative Claims listed on Exhibit C are duplicative of other Administrative Claims (the "Duplicative Claims").

F. The Administrative Claims listed on Exhibit D assert Claims for liabilities in connection with the Debtors' pension plans, employee benefit programs, and post-retirement health and life insurance benefit programs for which the Debtors are not liable (the "Pension And Benefit Claims").

G. The Administrative Claims listed on Exhibit E were filed by individual current or former employees of the Debtors for workers' compensation claims that were transferred to the GM Buyers (as defined in the Master Disposition Agreement) pursuant to the Master Disposition Agreement (the "Transferred Workers' Compensation Claims").

H. The Administrative Claims listed on Exhibit F were filed by former employees of the Debtors asserting liabilities for severance benefits arising from agreements with the Debtors in which the amounts asserted in such Administrative Claims are overstated (the "Modified And Allowed Severance Claims"). Each such Modified And Allowed Severance Claim shall be distributed pursuant to (a) the terms of the agreement giving rise to such Modified And Allowed Severance Claim and (b) the provisions of the Master Disposition Agreement that provide that such Modified And Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

I. The Administrative Claims listed on Exhibit G were filed by former employees of the Debtors asserting liabilities for severance benefits arising from agreements with the Debtors that assert liabilities or dollar amounts that match the Reorganized Debtors' books and records (the "Allowed Severance Claims"). Each such Allowed Severance Claim shall be distributed pursuant to (a) the terms of the agreement giving rise to such Allowed

Severance Claim and (b) the provisions of the Master Disposition Agreement that provide that such Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

J. Exhibit I hereto sets forth the formal name of the Debtor entity and its associated bankruptcy case number referenced on Exhibits F and G hereto. Exhibit J hereto sets forth each of the Administrative Claims referenced on Exhibits A, B, C, D, E, F, and G in alphabetical order by claimant and cross-references each such Administrative Claim by (i) proof of administrative expense number and (ii) basis of objection.

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED
THAT:

1. Each Severance Claim listed on Exhibit A hereto is hereby disallowed and expunged in its entirety.
2. Each Books And Records Claim listed on Exhibit B hereto is hereby disallowed and expunged in its entirety.
3. Each Duplicate Claim listed on Exhibit C hereto is hereby disallowed and expunged in its entirety.
4. Each Pension And Benefit Claim listed on Exhibit D hereto is hereby disallowed and expunged in its entirety.
5. Each Transferred Workers' Compensation Claim listed on Exhibit E hereto is hereby disallowed and expunged in its entirety.
6. Each Modified And Allowed Severance Claim listed on Exhibit F hereto is hereby modified to reflect the amount, classification, and Debtor listed in the "Claim As Modified" column of Exhibit F. The allowed amount of each such Modified And Allowed

Severance Claim shall be distributed pursuant to (a) the terms of the agreement giving rise to such Modified And Allowed Severance Claim and (b) the provisions of the Master Disposition Agreement that provide that such Modified And Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

7. Each Allowed Severance Claim listed on Exhibit G hereto is hereby allowed to reflect the amount, classification, and Debtor listed in the "Claim As Allowed" column on Exhibit G. The allowed amount of each such Allowed Severance Claim shall be distributed pursuant to (a) the terms of the agreement giving rise to such Allowed Severance Claim and (b) the provisions of the Master Disposition Agreement that provide that such Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

8. With respect to each Administrative Claim for which a Response to the Forty-Fourth Claims Objection has been filed and served listed on Exhibits H-1, H-2, H-3, and H-4, and which Response has not been resolved by the parties, the hearing regarding the objection to such Administrative Claims shall be adjourned to a future date to be noticed by the Reorganized Debtors consistent with and subject to the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order; provided, however, that such adjournment shall be without prejudice to the Reorganized Debtors' right to assert that any such Response was untimely or otherwise deficient under the Claims Objection Procedure Order and the Administrative Claims Objection Procedures Order.

9. Entry of this order is without prejudice to the Reorganized Debtors' rights to object, on any grounds whatsoever, to any other claims in these chapter 11 cases or to further

object to Administrative Claims that are the subject of the Forty-Fifth Omnibus Claims Objection, except as such claims may have been settled and allowed.

10. This Court shall retain jurisdiction over the Reorganized Debtors and the holders of Administrative Claims subject to the Forty-Fifth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

11. Each of the objections by the Reorganized Debtors to each Administrative Claim addressed in the Forty-Fifth Omnibus Claims Objection and attached hereto as A, B, C, D, E, F, and G constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Administrative Claim that is the subject of the Forty-Fifth Omnibus Claims Objection. Any stay of this order shall apply only to the contested matter which involves such Administrative Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

12. Kurtzman Carson Consultants LLC is hereby directed to serve this order, including exhibits, in accordance with the Supplemental Case Management Order.

Dated: New York, New York
March __, 2010

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A - SEVERANCE CLAIMS

CREDITOR'S NAME AND ADDRESS*	CLAIM NUMBER	ASSERTED CLAIM AMOUNT**	DATE FILED	DOCKETED DEBTOR
BLANCHE MARIE WILSON NOACK	17197	Secured: Priority: Administrative: \$105,380.00 Unsecured: _____ Total: \$105,380.00	07/02/2009	DELPHI CORPORATION (05-44481)
JAMES T PYTLIK	17020	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	06/29/2009	DELPHI CORPORATION (05-44481)
ROHIAL ANDREW PERVEZ	20083	Secured: Priority: Administrative: \$17,785.00 Unsecured: _____ Total: \$17,785.00	12/07/2009	DELPHI CORPORATION (05-44481)
Total:		3	\$123,165.00	

* The addresses of the creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT B - BOOKS AND RECORDS CLAIMS

CREDITOR'S NAME AND ADDRESS*	CLAIM NUMBER	ASSERTED CLAIM AMOUNT**	DATE FILED	DOCKETED DEBTOR
DAVID W FERCANA	17208	Secured: Priority: Administrative: \$776.95 Unsecured: _____ Total: \$776.95	07/02/2009	DELPHI CORPORATION (05-44481)
GOLDMAN SACHS & CO ATTN MICHAEL KEATS 1 NEW YORK PLAZA NEW YORK, NY 10004	19061	Secured: Priority: Administrative: \$888,409.88 Unsecured: _____ Total: \$888,409.88	07/15/2009	DELPHI CORPORATION (05-44481)
HARBINGER DEL AUTO INVESTMENT COMPANY LTD C O BENJAMIN MINTZ KAYE SCHOLER LLP 425 PARK AVE NEW YORK, NY 10022	18963	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/15/2009	DELPHI CORPORATION (05-44481)
JP MORGAN CHASE BANK NA ATTN SUSAN E ATKINS MANAGING DIRECTOR 277 PARK AVENUE 8TH FL NEW YORK, NY 10172	18654	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/14/2009	DELPHI CORPORATION (05-44481)
MERRILL LYNCH PIERCE FENNER & SMITH INCORPORATED C O MARC FALCONE PAUL WEISS RIFKIND WHARTON & GARRISON LLP 1285 AVE OF THE AMERICAS NEW YORK, NY 10019-6064	18883	Secured: Priority: Administrative: \$7,157,818.25 Unsecured: _____ Total: \$7,157,818.25	07/15/2009	DELPHI CORPORATION (05-44481)
MERRILL LYNCH PIERCE FENNER & SMITH INCORPORATED C O MARC FALCONE PAUL WEISS RIFKIND WHARTON & GARRISON LLP 1285 AVENUE OF THE AMERICAS NEW YORK, NY 10019-6064	19110	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/15/2009	DELPHI CORPORATION (05-44481)
OHIO DEPT OF JOB & FAMILY SERVICES OP REPAYMENT LOCKBOX PO BOX 182059 COLUMBUS, OH 43218	17048	Secured: Priority: Administrative: \$7,488.00 Unsecured: _____ Total: \$7,488.00	06/29/2009	DELPHI CORPORATION (05-44481)
WALTER A KUNKA	19808	Secured: Priority: Administrative: \$2,706.91 Unsecured: _____ Total: \$2,706.91	11/05/2009	DELPHI CORPORATION (05-44481)

* The addresses of certain creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT B - BOOKS AND RECORDS CLAIMS

CREDITOR'S NAME AND ADDRESS*	CLAIM NUMBER	ASSERTED CLAIM AMOUNT**	DATE FILED	DOCKETED DEBTOR
WASHINGTON STATE SUPPORT REGISTRY PO BOX 11520 TACOMA, WA 98411-5520	19612	Secured: \$40,639.09 Priority: Administrative: Unsecured: _____ Total: \$40,639.09	07/01/2009	DELPHI CORPORATION (05-44481)
Total:		9		\$8,097,839.08

* The addresses of certain creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT C - DUPLICATE CLAIMS

CLAIM TO BE EXPUNGED *				SURVIVING CLAIM *			
Claim:	20084	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	18437	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	12/07/2009			Date Filed:	07/13/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
BRADFORD S WAGNER		Priority:		BRADFORD S WAGNER		Priority:	
		Administrative:	\$95,180.00			Administrative	UNL**
		Unsecured:	_____			Unsecured:	
		Total:	\$95,180.00			Total:	UNL**
Claim:	20019	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	18414	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	11/03/2009			Date Filed:	07/13/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
DENISE C OLBRECHT		Priority:		DENISE C OLBRECHT		Priority:	
		Administrative:	\$69,541.90			Administrative	\$125,175.42
		Unsecured:	_____			Unsecured:	
		Total:	\$69,541.90			Total:	\$125,175.42
Claim:	19899	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	17060	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	11/03/2009			Date Filed:	06/30/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
GAYLE INSCHO		Priority:		GAYLE INSCHO		Priority:	
		Administrative:	\$95,000.00			Administrative	\$93,000.00
		Unsecured:	_____			Unsecured:	
		Total:	\$95,000.00			Total:	\$93,000.00
Claim:	19818	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	17918	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	11/02/2009			Date Filed:	07/06/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
JAMES R THOMPSON		Priority:		JIM THOMPSON		Priority:	
		Administrative:	\$73,145.00			Administrative	\$99,860.00
		Unsecured:	_____			Unsecured:	
		Total:	\$73,145.00			Total:	\$99,860.00

* The addresses of creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT C - DUPLICATE CLAIMS

CLAIM TO BE EXPUNGED *				SURVIVING CLAIM *			
Claim:	19882	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	17628	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	11/03/2009			Date Filed:	07/03/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
JIMMY MUELLER		Priority:		JIMMY MUELLER		Priority:	
		Administrative:	\$101,720.00			Administrative	\$101,720.00
		Unsecured:	_____			Unsecured:	_____
		Total:	\$101,720.00			Total:	\$101,720.00
Claim:	20010	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	18584	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	11/04/2009			Date Filed:	07/14/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
MARCIA JONES		Priority:		MARCIA JONES		Priority:	
		Administrative:	\$84,740.00			Administrative	\$96,560.00
		Unsecured:	_____			Unsecured:	_____
		Total:	\$84,740.00			Total:	\$96,560.00
Claim:	20044	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	18613	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	10/30/2009			Date Filed:	07/14/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
NATHANIEL WINSTON		Priority:		NATHANIEL WINTON		Priority:	
		Administrative:	\$86,480.00			Administrative	\$92,240.00
		Unsecured:	_____			Unsecured:	_____
		Total:	\$86,480.00			Total:	\$92,240.00
Claim:	20011	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	17213	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	11/04/2009			Date Filed:	07/02/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
WILLIAM H BRINKMAN		Priority:		WILLIAM H BRINKMAN		Priority:	
		Administrative:	\$85,445.00			Administrative	\$89,160.00
		Unsecured:	_____			Unsecured:	_____
		Total:	\$85,445.00			Total:	\$89,160.00

* The addresses of creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT C - DUPLICATE CLAIMS

CLAIM TO BE EXPUNGED *				SURVIVING CLAIM *			
Claim:	19881	Debtor:	DELPHI CORPORATION (05-44481)	Claim:	17033	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	11/03/2009			Date Filed:	06/29/2009		
Creditor's Name:		Secured:		Creditor's Name:		Secured:	
WILLIAM H JOHNSON		Priority:		WILLIAM H JOHNSON		Priority:	
		Administrative:	\$104,480.00			Administrative	\$102,480.00
		Unsecured:				Unsecured:	
		Total:	\$104,480.00			Total:	\$102,480.00

Total Claims To Be Expunged:9

Total Asserted Amount To Be Expunged:\$795,731.90

* The addresses of creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT D - PENSION AND BENEFIT CLAIMS

CREDITOR'S NAME AND ADDRESS*	CLAIM NUMBER	ASSERTED CLAIM AMOUNT**	DATE FILED	DOCKETED DEBTOR
DONALD L KIDD	18370	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/13/2009	DELPHI CORPORATION (05-44481)
HORACE CURRY	17043	Secured: Priority: Administrative: \$476,000.00 Unsecured: _____ Total: \$476,000.00	06/29/2009	DELPHI CORPORATION (05-44481)
MARY REHBEIN	19105	Secured: Priority: Administrative: \$64,572.00 Unsecured: _____ Total: \$64,572.00	07/15/2009	DELPHI CORPORATION (05-44481)
SHIRLEY J MURRY	19183	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/15/2009	DELPHI CORPORATION (05-44481)
THOMAS L KNOLL	18493	Secured: Priority: Administrative: \$1,912,000.00 Unsecured: _____ Total: \$1,912,000.00	07/13/2009	DELPHI CORPORATION (05-44481)

Total: 5 \$2,452,572.00

* The addresses of the creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT E - TRANSFERRED WORKERS' COMPENSATION CLAIMS

CREDITOR'S NAME AND ADDRESS*	CLAIM NUMBER	ASSERTED CLAIM AMOUNT**	DATE FILED	DOCKETED DEBTOR
DAVID L VINTON	17100	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/01/2009	DELPHI CORPORATION (05-44481)
DORIS FRAZIER	18463	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/13/2009	DELPHI CORPORATION (05-44481)
THOMAS ROY RILEY	16870	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	06/26/2009	DELPHI CORPORATION (05-44481)
Total:		3	UNL	

* The addresses of the creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT F - MODIFIED AND ALLOWED SEVERANCE CLAIMS

CLAIM TO BE MODIFIED*	CLAIM AS DOCKETED	CLAIM AS ALLOWED
Claim: 17217 Date Filed: 07/02/2009 Docketed Total: \$96,300.00 Filing Creditor Name: DON MONTGOMERY	Claim Holder Name DON MONTGOMERY Docketed Total: \$96,300.00 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$96,300.00 _____ \$96,300.00	 Modified And Allowed Total: \$80,185.00 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$80,185.00 _____ \$80,185.00
Claim: 17918 Date Filed: 07/06/2009 Docketed Total: \$99,860.00 Filing Creditor Name: JIM THOMPSON	Claim Holder Name JIM THOMPSON Docketed Total: \$99,860.00 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$99,860.00 _____ \$99,860.00	 Modified And Allowed Total: \$73,395.00 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$73,395.00 _____ \$73,395.00
Claim: 18584 Date Filed: 07/14/2009 Docketed Total: \$96,560.00 Filing Creditor Name: MARCIA JONES	Claim Holder Name MARCIA JONES Docketed Total: \$96,560.00 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$96,560.00 _____ \$96,560.00	 Modified And Allowed Total: \$84,740.00 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$84,740.00 _____ \$84,740.00
Claim: 17063 Date Filed: 06/30/2009 Docketed Total: \$105,140.00 Filing Creditor Name: MICHAEL K UPTIGROVE	Claim Holder Name MICHAEL K UPTIGROVE Docketed Total: \$105,140.00 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$105,140.00 _____ \$105,140.00	 Modified And Allowed Total: \$92,217.50 <u>Case Number**</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$92,217.50 _____ \$92,217.50
		Total Claims To Be Modified and Allowed: 4 Total Amount As Docketed: \$397,860.00 Total Amount As Allowed: \$330,537.50

* The addresses of the creditors on this exhibit have been intentionally omitted for privacy reasons.

** See Exhibit I for a listing of debtor entities by case number.

EXHIBIT G - ALLOWED SEVERANCE CLAIMS

CLAIM TO BE ALLOWED*	CLAIM AS DOCKETED**	CLAIM AS ALLOWED
Claim: 18437 Date Filed: 07/13/2009 Docketed Total: \$0.00 Filing Creditor Name: BRADFORD S WAGNER	<div> Claim Holder Name BRADFORD S WAGNER Docketed Total: UNL </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>UNL</div> <div>UNL</div> </div>	<div> Allowed Total: \$95,180.00 </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>\$95,180.00</div> <div>\$95,180.00</div> </div>
Claim: 17670 Date Filed: 07/03/2009 Docketed Total: \$0.00 Filing Creditor Name: DIANE L HOPWOOD	<div> Claim Holder Name DIANE L HOPWOOD Docketed Total: UNL </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>UNL</div> <div>UNL</div> </div>	<div> Allowed Total: \$71,940.00 </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>\$71,940.00</div> <div>\$71,940.00</div> </div>
Claim: 17073 Date Filed: 06/30/2009 Docketed Total: \$87,200.00 Filing Creditor Name: LAURA E MILLER	<div> Claim Holder Name LAURA E MILLER Docketed Total: \$87,200.00 </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>\$87,200.00</div> <div>\$87,200.00</div> </div>	<div> Allowed Total: \$87,200.00 </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>\$87,200.00</div> <div>\$87,200.00</div> </div>
Claim: 19926 Date Filed: 11/04/2009 Docketed Total: \$18,800.00 Filing Creditor Name: MARA L HENDRESS	<div> Claim Holder Name MARA L HENDRESS Docketed Total: \$18,800.00 </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>\$18,800.00</div> <div>\$18,800.00</div> </div>	<div> Allowed Total: \$18,800.00 </div> <div> <div>Case Number***</div> <div>Secured</div> <div>Priority</div> <div>Unsecured</div> <div>05-44481</div> <div>\$18,800.00</div> <div>\$18,800.00</div> </div>

* The addresses of the creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

*** See Exhibit I for a listing of debtor entities by case number.

Page 1 of 3

EXHIBIT G - ALLOWED SEVERANCE CLAIMS

CLAIM TO BE ALLOWED*	CLAIM AS DOCKETED**	CLAIM AS ALLOWED
Claim: 17768 Date Filed: 07/06/2009 Docketed Total: \$0.00 Filing Creditor Name: RALPH E YOUNG	Claim Holder Name RALPH E YOUNG Docketed Total: UNL <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ _____ UNL _____ UNL	 Allowed Total: \$45,900.00 <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$45,900.00 _____ \$45,900.00
Claim: 17428 Date Filed: 07/06/2009 Docketed Total: \$0.00 Filing Creditor Name: ROGER K MATHIS	Claim Holder Name ROGER K MATHIS Docketed Total: UNL <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ _____ UNL _____ UNL	 Allowed Total: \$95,540.00 <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$95,540.00 _____ \$95,540.00
Claim: 18225 Date Filed: 07/10/2009 Docketed Total: \$98,540.00 Filing Creditor Name: SAMUEL C BLANKENSHIP	Claim Holder Name SAMUEL C BLANKENSHIP Docketed Total: \$98,540.00 <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$98,540.00 _____ \$98,540.00	 Allowed Total: \$98,540.00 <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$98,540.00 _____ \$98,540.00
Claim: 20078 Date Filed: 11/12/2009 Docketed Total: \$0.00 Filing Creditor Name: TIMOTHY A ELDON	Claim Holder Name TIMOTHY A ELDON Docketed Total: UNL <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ _____ UNL _____ UNL	 Allowed Total: \$39,520.00 <u>Case Number***</u> <u>Secured</u> <u>Priority</u> <u>Unsecured</u> 05-44481 _____ \$39,520.00 _____ \$39,520.00

* The addresses of the creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

*** See Exhibit I for a listing of debtor entities by case number.

EXHIBIT G - ALLOWED SEVERANCE CLAIMS

CLAIM TO BE ALLOWED*	CLAIM AS DOCKETED**	CLAIM AS ALLOWED																								
Claim: 18204 Date Filed: 07/10/2009 Docketed Total: \$0.00 Filing Creditor Name: WILLIAM L MACNAUGHTON	Claim Holder Name WILLIAM L MACNAUGHTON Docketed Total: UNL <table><tr><td><u>Case Number***</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44481</td><td></td><td>UNL</td><td></td></tr><tr><td></td><td></td><td>UNL</td><td></td></tr></table>	<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44481		UNL				UNL		 Allowed Total: \$58,550.00 <table><tr><td><u>Case Number***</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44481</td><td></td><td>\$58,550.00</td><td></td></tr><tr><td></td><td></td><td>\$58,550.00</td><td></td></tr></table>	<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44481		\$58,550.00				\$58,550.00	
<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																							
05-44481		UNL																								
		UNL																								
<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																							
05-44481		\$58,550.00																								
		\$58,550.00																								
		<div>Total Claims To Be Allowed: 9</div> <div>Total Amount As Docketed: \$204,540.00</div> <div>Total Amount As Allowed: \$611,170.00</div>																								

* The addresses of the creditors on this exhibit have been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

*** See Exhibit I for a listing of debtor entities by case number.

EXHIBIT H-1 - ADJOURNED SEVERENCE CLAIM

CREDITOR'S NAME AND ADDRESS*	CLAIM NUMBER	ASSERTED CLAIM AMOUNT**	DATE FILED	DOCKETED DEBTOR
RANDY D AUSTIN	17330	Secured: Priority: Administrative: UNL Unsecured: _____ Total: UNL	07/06/2009	DELPHI CORPORATION (05-44481)
Total:		1		UNL

* The address of the creditor on this exhibit has been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT H-2 - ADJOURNED BOOKS AND RECORDS CLAIMS

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT*	DATE FILED	DOCKETED DEBTOR
JPMORGAN CHASE BANK NA C O SUSAN E ATKINS MANAGING DIRECTOR 277 PARK AVE 8TH FL NEW YORK, NY 10172	18616	Secured: Priority: Administrative: \$60,062,043.77 Unsecured: Total: \$60,062,043.77	07/14/2009	DELPHI CORPORATION (05-44481)
SDADS SHANGHAI INTEVA AUTOMOTIVE DOOR SYSTEMS COMPANY LTD DEREK L WRIGHT ESQ FOLEY & LARDNER LLP 321 N CLARK ST STE 2800 CHICAGO, IL 60654	19994	Secured: Priority: Administrative: \$238,274.80 Unsecured: Total: \$238,274.80	11/05/2009	DELPHI CORPORATION (05-44481)
SHARYL YVETTE CARTER 1541 LA SALLE AVE NO 1 NIAGRA FALLS, NY 14301	17773	Secured: Priority: Administrative: UNL Unsecured: Total: UNL	07/07/2009	DELPHI CORPORATION (05-44481)
SHARYL YVETTE CARTER 1541 LA SALLE AVE NO 1 NIAGRA FALLS, NY 14301	17094	Secured: Priority: Administrative: \$50,000,000.00 Unsecured: Total: \$50,000,000.00	07/01/2009	DELPHI CORPORATION (05-44481)

Total: 4 \$110,300,318.57

* "UNL" denotes an unliquidated claim.

EXHIBIT H-3 - ADJOURNED PENSION AND BENEFIT CLAIM

CREDITOR'S NAME AND ADDRESS*	CLAIM NUMBER	ASSERTED CLAIM AMOUNT**	DATE FILED	DOCKETED DEBTOR
JAMES A LUECKE	18049	Secured: Priority: Administrative: \$159,000.00 Unsecured: _____ Total: \$159,000.00	06/29/2009	DELPHI CORPORATION (05-44481)
Total:		1		\$159,000.00

* The address of the creditor on this exhibit has been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

EXHIBIT H-4 - ADJOURNED ALLOWED SEVERANCE CLAIM

CLAIM TO BE ALLOWED*	CLAIM AS DOCKETED**	CLAIM AS ALLOWED																								
Claim: 17165 Date Filed: 07/01/2009 Docketed Total: \$92,100.00 Filing Creditor Name: SCOTT M LEACH	Claim Holder Name SCOTT M LEACH Docketed Total: \$92,100.00 <table><tr><td><u>Case Number***</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44481</td><td></td><td>\$92,100.00</td><td></td></tr><tr><td></td><td></td><td>\$92,100.00</td><td></td></tr></table>	<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44481		\$92,100.00				\$92,100.00		 Allowed Total: \$92,100.00 <table><tr><td><u>Case Number***</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44481</td><td></td><td>\$92,100.00</td><td></td></tr><tr><td></td><td></td><td>\$92,100.00</td><td></td></tr></table>	<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44481		\$92,100.00				\$92,100.00	
<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																							
05-44481		\$92,100.00																								
		\$92,100.00																								
<u>Case Number***</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																							
05-44481		\$92,100.00																								
		\$92,100.00																								
		Total Claims To Be Allowed: 1 Total Amount As Docketed: \$92,100.00 Total Amount As Allowed: \$92,100.00																								

* The address of the creditor on this exhibit has been intentionally omitted for privacy reasons.

** "UNL" denotes an unliquidated claim.

*** See Exhibit I for a listing of debtor entities by case number.

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In re DPH Holdings Corp., et al.

Forty-Fifth Omnibus Claims Objection

Case No. 05-44481 (RDD)

Exhibit I - Debtor Entity Reference

CASE NUMBER	DEBTOR ENTITY
05-44481	DELPHI CORPORATION

Exhibit J - Claimants And Related Claims Subject To Forty-Fifth Omnibus Claims Objection

Claim Holder	Claim	Exhibit
BLANCHE MARIE WILSON NOACK	17197	EXHIBIT A - SEVERANCE CLAIMS
BRADFORD S WAGNER	20084	EXHIBIT C - DUPLICATE CLAIMS
BRADFORD S WAGNER	18437	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
DAVID L VINTON	17100	EXHIBIT E - TRANSFERRED WORKERS' COMPENSATION CLAIMS
DAVID W FERCANA	17208	EXHIBIT B - BOOKS AND RECORDS CLAIMS
DENISE C OLBRECHT	20019	EXHIBIT C - DUPLICATE CLAIMS
DIANE L HOPWOOD	17670	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
DON MONTGOMERY	17217	EXHIBIT F - MODIFIED AND ALLOWED SEVERANCE CLAIMS
DONALD L KIDD	18370	EXHIBIT D - PENSION AND BENEFIT CLAIMS
DORIS FRAZIER	18463	EXHIBIT E - TRANSFERRED WORKERS' COMPENSATION CLAIMS
GAYLE INSCHO	19899	EXHIBIT C - DUPLICATE CLAIMS
GOLDMAN SACHS & CO	19061	EXHIBIT B - BOOKS AND RECORDS CLAIMS
HARBINGER DEL AUTO INVESTMENT COMPANY LTD	18963	EXHIBIT B - BOOKS AND RECORDS CLAIMS
HORACE CURRY	17043	EXHIBIT D - PENSION AND BENEFIT CLAIMS
JAMES A LUECKE	18049	EXHIBIT H-3 - ADJOURNED PENSION AND BENEFIT CLAIM
JAMES R THOMPSON	19818	EXHIBIT C - DUPLICATE CLAIMS
JAMES T PYTLIK	17020	EXHIBIT A - SEVERANCE CLAIMS
JIM THOMPSON	17918	EXHIBIT F - MODIFIED AND ALLOWED SEVERANCE CLAIMS
JIMMY MUELLER	19882	EXHIBIT C - DUPLICATE CLAIMS
JP MORGAN CHASE BANK NA	18654	EXHIBIT B - BOOKS AND RECORDS CLAIMS
JPMORGAN CHASE BANK NA	18616	EXHIBIT H-2 - ADJOURNED BOOKS AND RECORDS CLAIMS
LAURA E MILLER	17073	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
MARA L HENDRESS	19926	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
MARCIA JONES	18584	EXHIBIT F - MODIFIED AND ALLOWED SEVERANCE CLAIMS
MARCIA JONES	20010	EXHIBIT C - DUPLICATE CLAIMS
MARY REHBEIN	19105	EXHIBIT D - PENSION AND BENEFIT CLAIMS
MERRILL LYNCH PIERCE FENNER & SMITH INCORPORATED	18883	EXHIBIT B - BOOKS AND RECORDS CLAIMS
MERRILL LYNCH PIERCE FENNER & SMITH INCORPORATED	19110	EXHIBIT B - BOOKS AND RECORDS CLAIMS
MICHAEL K UPTIGROVE	17063	EXHIBIT F - MODIFIED AND ALLOWED SEVERANCE CLAIMS
NATHANIEL WINSTON	20044	EXHIBIT C - DUPLICATE CLAIMS
OHIO DEPT OF JOB & FAMILY SERVICES	17048	EXHIBIT B - BOOKS AND RECORDS CLAIMS
RALPH E YOUNG	17768	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
RANDY D AUSTIN	17330	EXHIBIT H-1 - ADJOURNED SEVERANCE CLAIM
ROGER K MATHIS	17428	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
ROHIAL ANDREW PERVEZ	20083	EXHIBIT A - SEVERANCE CLAIMS
SAMUEL C BLANKENSHIP	18225	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
SCOTT M LEACH	17165	EXHIBIT H-4 - ADJOURNED ALLOWED SEVERANCE CLAIM
SDADS SHANGHAI INTEVA AUTOMOTIVE DOOR SYSTEMS COMPANY LTD	19994	EXHIBIT H-2 - ADJOURNED BOOKS AND RECORDS CLAIMS
SHARYL YVETTE CARTER	17094	EXHIBIT H-2 - ADJOURNED BOOKS AND RECORDS CLAIMS
SHARYL YVETTE CARTER	17773	EXHIBIT H-2 - ADJOURNED BOOKS AND RECORDS CLAIMS
SHIRLEY J MURRY	19183	EXHIBIT D - PENSION AND BENEFIT CLAIMS
THOMAS L KNOLL	18493	EXHIBIT D - PENSION AND BENEFIT CLAIMS
THOMAS ROY RILEY	16870	EXHIBIT E - TRANSFERRED WORKERS' COMPENSATION CLAIMS

Exhibit J - Claimants And Related Claims Subject To Forty-Fifth Omnibus Claims Objection

Claim Holder	Claim	Exhibit
TIMOTHY A ELDON	20078	EXHIBIT G - ALLOWED SEVERANCE CLAIMS
WALTER A KUNKA	19808	EXHIBIT B - BOOKS AND RECORDS CLAIMS
WASHINGTON STATE SUPPORT REGISTRY	19612	EXHIBIT B - BOOKS AND RECORDS CLAIMS
WILLIAM H BRINKMAN	20011	EXHIBIT C - DUPLICATE CLAIMS
WILLIAM H JOHNSON	19881	EXHIBIT C - DUPLICATE CLAIMS
WILLIAM L MACNAUGHTON	18204	EXHIBIT G - ALLOWED SEVERANCE CLAIMS

EXHIBIT C

Revised Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER PURSUANT TO 11 U.S.C. § 503(b) AND FED. R. BANKR. P. 3007
EXPUNGING CERTAIN ADMINISTRATIVE EXPENSE (A) SEVERANCE
CLAIMS, (B) BOOKS AND RECORDS CLAIMS, (C) DUPLICATE CLAIMS, (D)
PENSION, AND BENEFIT, ~~AND~~ OPEB CLAIMS, AND (E) TRANSFERRED
WORKERS' COMPENSATION CLAIMS, (II) MODIFYING AND ALLOWING
CERTAIN ADMINISTRATIVE EXPENSE SEVERANCE CLAIMS, AND (III)
ALLOWING CERTAIN ADMINISTRATIVE EXPENSE SEVERANCE CLAIMS

("FORTY-FIFTH OMNIBUS CLAIMS OBJECTION ORDER")

Upon the Forty-Fifth Omnibus Objection Pursuant To 11 U.S.C. § 503(b)

And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance
Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Pension And Benefit Claims,
And (E) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain
Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense
Severance Claims (the "Forty-Fifth Omnibus Claims Objection" or the "Objection")¹ of DPH
Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases
(collectively, the "Reorganized Debtors"); and upon the record of the hearing held on the

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the
Forty-Fifth Omnibus Claims Objection.

Forty-Fifth Omnibus Claims Objection; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:²

A. Each holder of a claim for an administrative expense under section 503(b)(1) of the Bankruptcy Code (each, an "Administrative Claim") listed on Exhibits A, B, C, D, E, F, and G hereto was properly and timely served with a copy of the Forty-Fifth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, the proposed order granting the Forty-Fifth Omnibus Claims Objection, and notice of the deadline for responding to the Forty-Fifth Omnibus Claims Objection. No other or further notice of the Forty-Fifth Omnibus Claims Objection is necessary.

B. This Court has jurisdiction over the Forty-Fifth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Forty-Fifth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Forty-Fifth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The Administrative Claims listed on Exhibit A are Administrative Claims filed by claimants asserting liabilities for severance benefits arising from agreements with the Debtors for which the Reorganized Debtors are not liable because those severance benefits have been paid (the "Severance Claims").

D. The Administrative Claims listed on Exhibit B assert liabilities and dollar amounts that are not owing pursuant the Reorganized Debtors' books and records (the "Books And Records Claims").

² Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

E. The Administrative Claims listed on Exhibit C are duplicative of other Administrative Claims (the "Duplicative Claims").

F. The Administrative Claims listed on Exhibit D assert Claims for liabilities in connection with the Debtors' pension plans, employee benefit programs, and post-retirement health and life insurance benefit programs for which the Debtors are not liable (the "Pension And Benefit Claims").

G. The Administrative Claims listed on Exhibit E were filed by individual current or former employees of the Debtors for workers' compensation claims that were transferred to the GM Buyers (as defined in the Master Disposition Agreement) pursuant to the Master Disposition Agreement (the "Transferred Workers' Compensation Claims").

H. The Administrative Claims listed on Exhibit F were filed by former employees of the Debtors asserting liabilities for severance benefits arising from agreements with the Debtors in which the amounts asserted in such Administrative Claims are overstated (the "Modified And Allowed Severance Claims"). Each such Modified And Allowed Severance Claim shall be distributed pursuant to (a) the terms of the agreement giving rise to such Modified And Allowed Severance Claim and (b) the provisions of the Master Disposition Agreement that provide that such Modified And Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

I. The Administrative Claims listed on Exhibit G were filed by former employees of the Debtors asserting liabilities for severance benefits arising from agreements with the Debtors that assert liabilities or dollar amounts that match the Reorganized Debtors' books and records (the "Allowed Severance Claims"). Each such Allowed Severance Claim shall be distributed pursuant to (a) the terms of the agreement giving rise to such Allowed Severance Claim

and (b) the provisions of the Master Disposition Agreement that provide that such Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

J. Exhibit H hereto sets forth the formal name of the Debtor entity and its associated bankruptcy case number referenced on Exhibits F and G hereto. Exhibit I hereto sets forth each of the Administrative Claims referenced on Exhibits A, B, C, D, E, F, and G in alphabetical order by claimant and cross-references each such Administrative Claim by (i) proof of administrative expense number and (ii) basis of objection.

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED
THAT:

1. Each Severance Claim listed on Exhibit A hereto is hereby disallowed and expunged in its entirety.
2. Each Books And Records Claim listed on Exhibit B hereto is hereby disallowed and expunged in its entirety.
3. Each Duplicate Claim listed on Exhibit C hereto is hereby disallowed and expunged in its entirety.
4. Each Pension ~~a~~And Benefit Claim listed on Exhibit D hereto is hereby disallowed and expunged in its entirety.
5. Each Transferred Workers' Compensation Claim listed on Exhibit E hereto is hereby disallowed and expunged in its entirety.
6. Each Modified And Allowed Severance Claim listed on Exhibit F hereto is hereby modified to reflect the amount, classification, and Debtor listed in the "Claim As Modified" column of Exhibit F. The allowed amounts of each such Modified And Allowed Severance Claim

shall be distributed pursuant to (a) the terms of the agreement giving rise to such Modified And Allowed Severance Claim and (b) the provisions of the Master Disposition Agreement that provide that such Modified And Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

7. Each Allowed Severance Claim listed on Exhibit G hereto is hereby allowed to reflect the amount, classification, and Debtor listed in the "Claim As Allowed" column on Exhibit G. The allowed amounts of each such Allowed Severance Claim shall be distributed pursuant to (a) the terms of the agreement giving rise to such Allowed Severance Claim and (b) the provisions of the Master Disposition Agreement that provide that such Allowed Severance Claims are to be paid by and/or are the responsibility of a Company Buyer (as defined in the Master Disposition Agreement).

8. With respect to each Administrative Claim for which a Response to the Forty-Fourth Claims Objection has been filed and served listed on Exhibits H-1, H-2, H-3, and H-4, and which Response has not been resolved by the parties, the hearing regarding the objection to such Administrative Claims shall be adjourned to a future date to be noticed by the Reorganized Debtors consistent with and subject to the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order; provided, however, that such adjournment shall be without prejudice to the Reorganized Debtors' right to assert that any such Response was untimely or otherwise deficient under the Claims Objection Procedure Order and the Administrative Claims Objection Procedures Order.

9. ~~8.~~ Entry of this order is without prejudice to the Reorganized Debtors' rights to object, on any grounds whatsoever, to any other claims in these chapter 11 cases or to further

object to Administrative Claims that are the subject of the Forty-Fifth Omnibus Claims Objection, except as such claims may have been settled and allowed.

10. ~~9.~~ This Court shall retain jurisdiction over the Reorganized Debtors and the holders of Administrative Claims subject to the Forty-Fifth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

11. ~~10.~~ Each of the objections by the Reorganized Debtors to each Administrative Claim addressed in the Forty-Fifth Omnibus Claims Objection and attached hereto as A, B, C, D, E, F, and G constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Administrative Claim that is the subject of the Forty-Fifth Omnibus Claims Objection. Any stay of this order shall apply only to the contested matter which involves such Administrative Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

12. ~~11.~~ Kurtzman Carson Consultants LLC is hereby directed to serve this order,
including exhibits, in accordance with the Supplemental Case Management Order.

Dated: New York, New York
March __, 2010

UNITED STATES BANKRUPTCY JUDGE

Document comparison done by DeltaView on Wednesday, March 17, 2010 1:00:15 PM

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